

POWER OF ATTORNEY

On behalf of Arkion Life Sciences LLC d/b/a Bio-Technical Resources Division, a corporation having a principal place of business at Concord Plaza – Quillen Building, 3521 Silverside Rd., Wilmington, Delaware 19810 being the assignee and owner of all right, title and interest in the invention entitled "METABOLIC ENGINEERING FOR ENHANCED PRODUCTION OF CHITIN AND CHITOSAN IN MICROORGANISMS", for which application for Letters Patent of the United States has been made by Ming-De Deng, Thomas W. McMullin, and Alan D. Grund, said application having been filed on April 12, 2004, receiving Serial No. 10/823,397, and further identified as Attorney File No. 3161-18-3, I hereby appoint SHERIDAN ROSS P.C., 1560 Broadway, Suite 1200, Denver, Colorado 80202-5141, telephone number (303) 863-9700, Customer No. **22442**, as attorneys and agents for Arkion Life Sciences LLC d/b/a Bio-Technical Resources Division with full powers of substitution, association and revocation to prosecute the application and related U.S. and foreign applications and to transact all business in the United States Patent and Trademark Office and all foreign and international patent offices connected therewith.

Date:

October 13, 2004

By:

Thomas Jewell

Name:

Thomas Jewell

Title:

President, Bio-Technical Resources

ASSIGNMENT

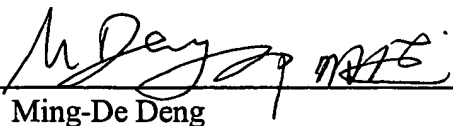
WHEREAS, we, Ming-De Deng of 4725 West Whitetail Court, Manitowoc, Wisconsin 54220, Thomas W. McMullin of 1010 West Crescent Drive, Manitowoc, Wisconsin 54220, and Alan D. Grund of 3213 Lindbergh Dr., Manitowoc, Wisconsin 54220, have invented a certain new and useful invention entitled "METABOLIC ENGINEERING FOR ENHANCED PRODUCTION OF CHITIN AND CHITOSAN IN MICROORGANISMS", for which an application for Letters Patent of the United States has been prepared and filed on April 12, 2004, receiving Serial No. 10/823,397, and further identified as Attorney File No. 3161-18-3;

NOW THEREFORE, be it known that we, the said inventors, for and in consideration of certain good and valuable consideration, the sufficiency and receipt of which is hereby acknowledged, at the request of the assignee do sell, assign and transfer unto said assignee, Arkion Life Sciences LLC d/b/a Bio-Technical Resources Division, a corporation having a place of business at Concord Plaza – Quillen Building, 3521 Silverside Rd., Wilmington, Delaware 19810, its successors, legal representatives and assigns, the aforesaid application for the territory of the United States of America and all continuation, divisional, continuation-in-part and reissue applications, all patent applications in foreign countries, all applications pursuant to the Patent Cooperation Treaty, and all applications for extension filed or to be filed for the invention, and all Letters Patent, Invention Registrations, Utility Models, Extensions or Reissues and other patent rights, obtained for the invention in the United States or any other country; we also assign any right, title or interest in and to the invention which has not already been transferred to the assignee; we warrant that we have made no assignment of the invention, application or patent therefor to a party other than Arkion Life Sciences LLC d/b/a Bio-Technical Resources Division and we are under no obligation to make any assignment of the invention, application, or patent therefor to any other party; and we further agree to cooperate with the assignee hereunder in the obtaining and sustaining of any and all such Letters Patent and in confirming assignee's exclusive ownership of the invention, but at the expense of said assignee.

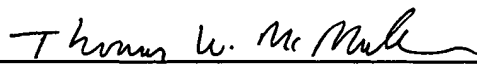
The Commissioner of Patents is hereby authorized and requested to issue the Letters Patent solely in accordance with the terms of this Assignment, to Arkion Life Sciences LLC d/b/a Bio-Technical Resources Division, its successors, legal representatives and assigns, as the assignee of the entire right, title and interest therein.

IN WITNESS WHEREOF, the parties hereto have executed this Assignment as of the date indicated hereunder.

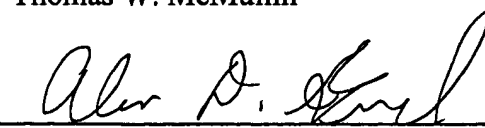
Date: 10/13/04

By: 
Ming-De Deng

Date: 10/13/04

By: 
Thomas W. McMullin

Date: 10/13/04

By: 
Alan D. Grund

STATE OF WISCONSIN)
) ss.
COUNTY OF MANITOWOC)

Before me, a Notary Public in and for said County and State, personally appeared Ming-De Deng, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and considerations therein expressed.

Given under my hand and seal of office this 13 day of October, 2004.

Barbara Boren

Notary Public

My commission expires: 7-2-06

STATE OF)
) ss.
COUNTY OF)

Before me, a Notary Public in and for said County and State, personally appeared Thomas W. McMullin, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and considerations therein expressed.

Given under my hand and seal of office this _____ day of _____, 2004.

Notary Public

My commission expires: _____

STATE OF)
) ss.
COUNTY OF)

Before me, a Notary Public in and for said County and State, personally appeared Alan D. Grund, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and considerations therein expressed.

Given under my hand and seal of office this _____ day of _____, 2004.

Notary Public

My commission expires: _____